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Filed pursuant to Rule 424(b)(3)  
Under the Securities Act of 1933, as amended  
Registration No. 333-163202

**ADVANCED CELL TECHNOLOGY, INC.**  
11,551,820 Shares of Common Stock

**PROSPECTUS**

This prospectus relates to the public offering of up to 11,551,820 shares of common stock, par value \$.001 per share, of Advanced Cell Technology, Inc. ("Common Stock"), by the selling stockholders.

The selling stockholders may sell Common Stock from time to time in the principal market on which the stock is traded at the prevailing market price or in negotiated transactions.

We will not receive any of the proceeds from the sale of Common Stock by the selling stockholders. We will pay the expenses of registering these shares.

Investment in the Common Stock involves a high degree of risk. You should consider carefully the risk factors beginning on page 8 of this prospectus before purchasing any of the shares offered by this prospectus.

Our common stock is quoted on the Over-the-Counter Bulletin Board and trades under the symbol "ACTC". The last reported sale price of our common stock on the Over-the-Counter Bulletin Board on August 10, 2011, was approximately \$0.162 per share.

We may amend or supplement this prospectus from time to time by filing amendments or supplements as required. You should read the entire prospectus and any amendments or supplements carefully before you make your investment decision.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or determined if this prospectus is truthful or complete. Any representation to the contrary is a criminal offense.

The date of this prospectus is August 25, 2011.

EXHIBIT B

b1w 8/29/11

## ADVANCED CELL TECHNOLOGY, INC.

## TABLE OF CONTENTS

	<u>Page</u>
Prospectus Summary	4
Risk Factors	8
Use of Proceeds	27
Forward-Looking Statements	27
Selling Security Holders	28
Plan of Distribution	29
Description of Securities to be Registered	30
Interests of Named Experts and Counsel	31
Description of Business	31
Description of Property	42
Legal Proceedings	43
Management's Discussion and Analysis of Financial Condition and Results of Operations	44
Market Price of and Dividends on Registrant's Common Equity and Related Stockholder Matters	56
Directors, Executive Officers, Promoters and Control Persons	59
Changes in Accountants	59
Executive Compensation	60
Security Ownership of Certain Beneficial Owners and Management	65
Certain Relationships and Related Transactions, and Corporate Governance	65
Additional Information	66
Indemnification for Securities Act Liabilities	66
Legal Matters	67
Experts	67
Unaudited Financial Statements	F-1
Audited Financial Statements	F-22

You may only rely on the information contained in this prospectus or that we have referred you to. We have not authorized anyone to provide you with different information. This prospectus does not constitute an offer to sell or a solicitation of an offer to buy any securities other than the common stock offered by this prospectus. This prospectus does not constitute an offer to sell or a solicitation of an offer to buy any common stock in any circumstances in which such offer or solicitation is unlawful. Neither the delivery of this prospectus nor any sale made in connection with this prospectus shall, under any circumstances, create any implication that there has been no change in our affairs since the date of this prospectus or that the information contained by reference to this prospectus is correct as of any time after its date.

424B3 1 v233688\_424b3.htm 424B3

Filed pursuant to Rule 424(b)(3)  
Under the Securities Act of 1933, as amended  
Registration No. 333-162435

**ADVANCED CELL TECHNOLOGY, INC.**  
72,135,892 Shares of Common Stock

**PROSPECTUS**

This prospectus relates to the public offering of up to 72,135,892 shares of common stock, par value \$.001 per share, of Advanced Cell Technology, Inc. ("Common Stock"), by the selling stockholders.

The selling stockholders may sell Common Stock from time to time in the principal market on which the stock is traded at the prevailing market price or in negotiated transactions.

We will not receive any of the proceeds from the sale of Common Stock by the selling stockholders. We will pay the expenses of registering these shares.

**Investment in the Common Stock involves a high degree of risk. You should consider carefully the risk factors beginning on page 9 of this prospectus before purchasing any of the shares offered by this prospectus.**

Our common stock is quoted on the Over-the-Counter Bulletin Board and trades under the symbol "ACTC". The last reported sale price of our common stock on the Over-the-Counter Bulletin Board on August 10, 2011, was approximately \$0.162 per share.

**We may amend or supplement this prospectus from time to time by filing amendments or supplements as required. You should read the entire prospectus and any amendments or supplements carefully before you make your investment decision.**

**Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or determined if this prospectus is truthful or complete. Any representation to the contrary is a criminal offense.**

The date of this prospectus is August 25, 2011.

*File 9/9/11*

## ADVANCED CELL TECHNOLOGY, INC.

## TABLE OF CONTENTS

	<u>Page</u>
Prospectus Summary	5
Risk Factors	9
Use of Proceeds	28
Forward-Looking Statements	28
Selling Security Holders	29
Plan of Distribution	30
Description of Securities to be Registered	31
Interests of Named Experts and Counsel	
Description of Business	32
Description of Property	43
Legal Proceedings	44
Management's Discussion and Analysis of Financial Condition and Results of Operations	45
Market Price of and Dividends on Registrant's Common Equity and Related Stockholder Matters	57
Directors, Executive Officers, Promoters and Control Persons	60
Changes in Accountants	
Executive Compensation	61
Security Ownership of Certain Beneficial Owners and Management	66
Certain Relationships and Related Transactions, and Corporate Governance	66
Additional Information	67
Indemnification for Securities Act Liabilities	67
Legal Matters	68
Experts	68
Unaudited Financial Statements	F-1
Audited Financial Statements	F-22

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